

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <i>et al.</i> , <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	Jointly Administered
Debtors.	)	<i>Related To Documents 12 and 181</i>

**FIRST SUPPLEMENTAL AFFIDAVIT OF LAURA DAVIS JONES IN SUPPORT OF  
THE APPLICATION PURSUANT TO SECTION 327(a) OF THE BANKRUPTCY  
CODE, RULE 2014 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AND  
LOCAL RULE 2014-1 FOR AUTHORIZATION TO EMPLOY AND RETAIN  
PACHULSKI STANG ZIEHL & JONES LLP AS CO-COUNSEL FOR THE DEBTORS  
AND DEBTORS IN POSSESSION NUNC PRO TUNC TO THE PETITION DATE**

LAURA DAVIS JONES, ESQUIRE, being duly sworn, deposes and says:

1. I am a partner in the law firm of Pachulski Stang Ziehl & Jones LLP  
("PSZ&J" or the "Firm"), located at 919 North Market Street, 17<sup>th</sup> Floor, Wilmington,  
Delaware 19801, and have been duly admitted to practice law in the State of Delaware, the  
United States District Court for the District of Delaware, the United States Court of Appeals

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, and H-G Coal Company.

for the Third Circuit, and the United States Supreme Court. This Affidavit is submitted in support of the Debtors' *Application Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Co-Counsel for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* (the "Application") which was filed on April 2, 2001 [Docket No. 12] and approved by the Court on May 3, 2001 [Docket No. 181].<sup>2</sup>

2. Neither I, the Firm, nor any partner, of counsel or associate thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors (the "Debtors"), their creditors or any other parties in interest herein, or their respective attorneys, except as previously disclosed set forth below:

3. I, on behalf of the Firm, make the following disclosures in connection with the Application in addition to those in my affidavit filed with the Application (the "Original Affidavit"):

(a) PSZ&J serves as bankruptcy co-counsel with the firm of Kirkland & Ellis LLP ("K&E") in the Debtors' chapter 11 cases.

(b) PSZ&J has recently been engaged to serve as counsel to K&E in connection with the chapter 11 bankruptcy cases of Stallion Oilfield Services LTD., et al., Chapter 11 Case No. 09-13562 (BLS) pending in the United States Bankruptcy Court for the

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<sup>2</sup> Capitalized terms, unless otherwise defined herein, shall have the meanings ascribed to them in the Application.

District of Delaware (the "Stallion Case"). The representation of K&E in the Stallion Case is wholly unrelated to the Debtors' chapter 11 cases.

4. As demonstrated in the Original Affidavit and above, the Firm is disinterested within the meaning of 11 U.S.C. § 101(14), as modified by 11 U.S.C. § 1107(b), and neither holds nor represents interests adverse to the Debtors or to the Debtors' estates.

5. Except as specifically disclosed in the Application, the Original Affidavit or as discussed above, to the best of my knowledge, the Firm does not represent any of the Debtors' known creditors. The Firm, however, will file supplemental affidavits when necessary and as the Firm becomes aware of additional material information. Except as set forth herein, to the best of my knowledge, the facts set forth in this Supplemental Affidavit are true and correct.

Dated: April \_\_\_\_, 2012

  
Laura Davis Jones, Esquire

State of Delaware                     )  
County of New Castle            )

Subscribed and sworn to (or affirmed) before me on this 13 day of April, 2012, by \_\_\_\_\_, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

**K A JOHN BOWER**  
**NOTARY PUBLIC**  
**STATE OF DELAWARE**  
Seal \_\_\_\_\_  
My commission expires Dec 10, 2012

Signature \_\_\_\_\_  
